

RECORDATION NO. 26432 FILED

JUN 29 '06

1-15 PM

SURFACE TRANSPORTATION BOARD

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OF COUNSEL
URBAN A. LESTER

June 29, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Schedule #7 to Full Service Master Lease Agreement, effective as of February 23, 2005, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Midwest Railcar Corporation
4949 Autumn Oaks Drive
Maryville, IL 62062

Lessee: Modern Dispersions South, Inc.
301 Ed Ward Road
Fitzgerald, GA 31750

Mr. Vernon A. Williams
June 29, 2006
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A description of the railroad equipment covered by the enclosed document is:

18 covered hopper railcars: MWCX 480178 - MWCX 480195.

A short summary of the document to appear in the index is:

Memorandum of Schedule #7 to Full Service Master Lease Agreement.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,

A handwritten signature in black ink, appearing to read 'Alvord', with a long horizontal flourish extending to the right.

Robert W. Alvord

RWA/sem
Enclosures

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SURFACE TRANSPORTATION BOARD

MIDWEST RAILCAR CORPORATION

**MEMORANDUM OF SCHEDULE #7 TO FULL SERVICE
MASTER LEASE AGREEMENT**

between

MIDWEST RAILCAR CORPORATION,

as Lessor

and

MODERN DISPERSIONS SOUTH, INC.

as Lessee

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MEMORANDUM OF SCHEDULE #7 TO FULL SERVICE MASTER LEASE AGREEMENT

THIS MEMORANDUM OF SCHEDULE #7 TO FULL SERVICE MASTER LEASE AGREEMENT is effective as of February 23, 2005 by and between MIDWEST RAILCAR CORPORATION, An Illinois Corporation ("Lessor"), and MODERN DISPERSIONS SOUTH, INC., a Massachusetts Corporation ("Lessee"), with reference to the following:

1. Lessor has agreed to lease to Lessee, and Lessee has agreed to lease from Lessor, certain railcars as described on Exhibit A attached hereto and made a part hereof, all as more particularly described in that certain Schedule #7 dated January 11, 2006 between Lessor and Lessee to the Full Service Master Lease Agreement dated as of April 22, 2003 between Lessor and Lessee (the "Lease").
2. The Lease shall be effective as of the execution date thereof and the term of the Lease with respect to each car shall be as set forth in Schedule #7.

IN WITNESS WHEREOF, the parties hereto have executed or caused this Memorandum of Schedule #7 to Full Service Master Lease Agreement to be executed as of the date first above written.

MIDWEST RAILCAR CORPORATION

Lessor

By: 

Richard M. Murphy
President & CEO

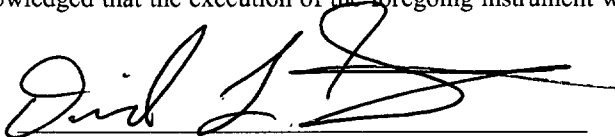
MODERN DISPERSIONS SOUTH, INC.

By: 

Name: MAXTON A. KOCMA
Title: VICE-PRES.

STATE OF MN, CITY OF Elk River, TO WIT:

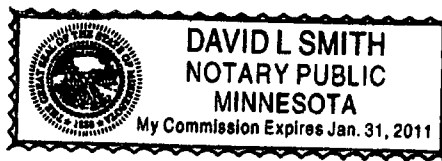
On this 23 day of June, 2006 before me appeared, Richard M. Murphy to me personally known, who being by me duly sworn, says that he is the President of MIDWEST RAILCAR CORPORATION, an Illinois Corporation, that said instrument was signed on June 23, 2006 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

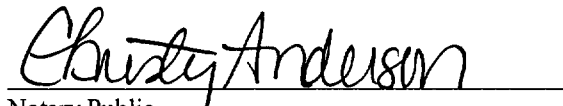
[Notarial Seal]

My commission expires: 1-31-01



STATE OF Georgia, CITY OF Fitzgerald, TO WIT:

On this 16 day of June, 2006 before me appeared, Marton Kozma, to me personally known, who being by me duly sworn, says that he is a Vice Pres, of MODERN DISPERSIONS SOUTH, INC., a Massachusetts Corporation, that said instrument was signed and sealed on June 16, 2006 on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



Notary Public

[Notarial Seal]

My commission expires:

Notary Public, Irwin County, Georgia
My Commission Expires July 10, 2007

DESCRIPTION OF RAILCARS

Eighteen (18) Covered Hopper Railcars with the following marks:

MWCX 480178 - 480195, inclusive